

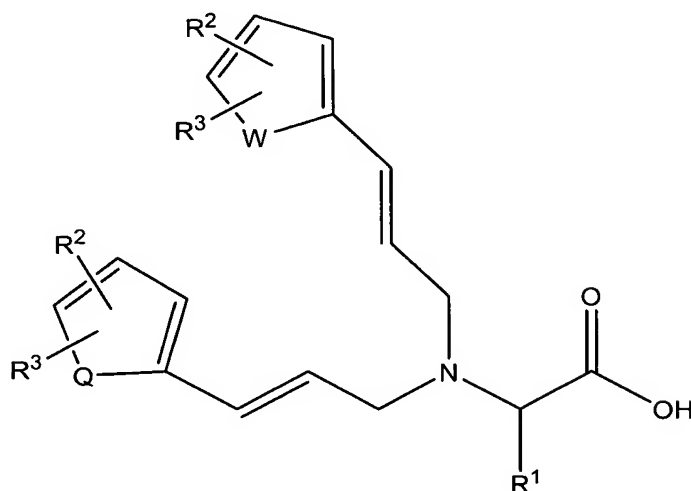
This listing of claims will replace all prior versions, and listings, of claims in the application.

Listing of Claims:

Claims 1-13 Cancelled

What is claimed is:

14. (New) A compound of the formula:



wherein:

R¹ is the side chain of a natural or unnatural α -amino acid, where if said side chain contains a protectable group, that group may be protected with a member of the group consisting of succinyl, glutaryl, 3,3-dimethylglutaryl, C₁₋₅alkyl, C₁₋₅alkoxycarbonyl, acetyl, N-(9-fluorenylmethoxycarbonyl), trifluoroacetyl, omega-carboxyC₁₋₅alkylcarbonyl, *t*-butoxycarbonyl, benzyl, benzyloxycarbonyl, 2-chlorobenzyloxycarbonyl, phenylsulfonyl, ureido, *t*-butyl, cinnamoyl, trityl, 4-methyltrityl, 1-(4,4-dimethyl-2,6-dioxocyclohexylidene)ethyl, tosyl, 4-methoxy-2,3,6-trimethylbenzenesulfonyl, phenylureido, and substituted phenylureido(where the phenyl substituents are phenoxy, halo, C₁₋₅alkoxycarbonyl);

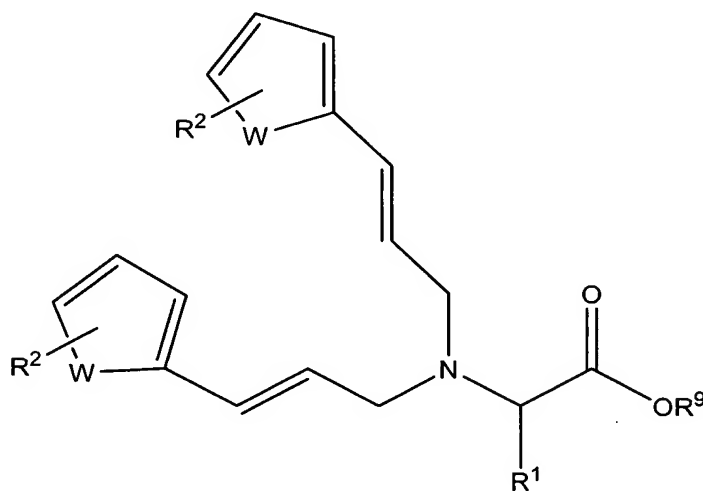
R^2 and R^3 may be taken together to form a six-membered aromatic ring which is fused to the depicted ring, or are independently selected from the group consisting of hydrogen, C_{1-5} alkyl, C_{1-5} alkoxy, hydroxy, halo, trifluoromethyl, nitro, amino, phenyl, phenoxy, phenyl C_{1-5} alkyl, phenyl C_{1-5} alkoxy, substituted phenyl (where the substituents are selected from C_{1-5} alkyl, C_{1-5} alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino), substituted phenyl C_{1-5} alkyl (where the substituents are selected from C_{1-5} alkyl, C_{1-5} alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino), and substituted amino (where the substituents are selected from one or more members of the group consisting of C_{1-5} alkyl, halosubstituted C_{1-5} alkyl, C_{1-5} alkenyl, C_{1-5} alkenyl, phenyl, phenyl C_{1-5} alkyl, C_{1-5} alkylcarbonyl, halosubstituted C_{1-5} alkylcarbonyl, carboxy C_{1-5} alkyl, C_{1-5} alkoxy C_{1-5} alkyl, cinnamoyl, naphthylcarbonyl, furylcarbonyl, pyridylcarbonyl, C_{1-5} alkylsulfonyl, phenylcarbonyl, phenyl C_{1-5} alkylcarbonyl, phenylsulfonyl, phenyl C_{1-5} alkylsulfonyl, substituted phenylcarbonyl, substituted phenyl C_{1-5} alkylcarbonyl, substituted phenylsulfonyl, substituted phenyl C_{1-5} alkylsulfonyl, substituted phenyl, and substituted phenyl C_{1-5} alkyl [where the aromatic phenyl, phenyl C_{1-5} alkyl, phenylcarbonyl, phenyl C_{1-5} alkylcarbonyl, phenylsulfonyl, and phenyl C_{1-5} alkylsulfonyl substituents are independently selected from one to five members of the group consisting of C_{1-5} alkyl, C_{1-5} alkoxy, hydroxy, halogen, trifluoromethyl, nitro, cyano, and amino]); and

W and Q is $CH=CH$.

15. (New) A pharmaceutical composition comprising the compound of claim 14.

16. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 14.
17. (New) The composition of claim 16 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
18. (New) The composition of claim 17 wherein said carrier is ethanol, glycerol, or water.
19. (New) The composition of claim 16 further comprising binders, lubricants, disintegrating agents, or coloring agents.
20. (New) The composition of claim 19 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
21. (New) The composition of claim 19 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
22. (New) The composition of claim 19 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
23. (New) The composition of claim 16 contained in a topical administration.
24. (New) The composition of claim 23 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
25. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 14 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.

26. (New) The composition of claim 25 wherein said carrier is ethanol, glycerol, or water.
27. (New) The composition of claim 25 further comprising binders, lubricants, disintegrating agents, or coloring agents.
28. (New) The composition of claim 27 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
29. (New) The composition of claim 27 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
30. (New) The composition of claim 27 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
31. (New) A compound of the formula:



wherein:

R^1 is H or the side chain of a natural or unnatural α -amino acid, where if said side chain contains a protectable group, that group may be protected with a member of

the group consisting of succinyl, glutaryl, 3,3-dimethylglutaryl, C₁₋₅alkyl, C₁₋₅alkoxycarbonyl, acetyl, N-(9-fluorenylmethoxycarbonyl), trifluoroacetyl, omega-carboxyC₁₋₅alkylcarbonyl, *t*-butoxycarbonyl, benzyl, benzyloxycarbonyl, 2-chlorobenzyloxycarbonyl, phenylsulfonyl, ureido, *t*-butyl, cinnamoyl, trityl, 4-methyltrityl, 1-(4,4-dimethyl-2,6-dioxocyclohexylidene)ethyl, tosyl, 4-methoxy-2,3,6-trimethylbenzenesulfonyl, phenylureido, and substituted phenylureido(where the phenyl substituents are phenoxy, halo, C₁₋₅alkoxycarbonyl);

R² is H, halo, or trifluoromethyl;

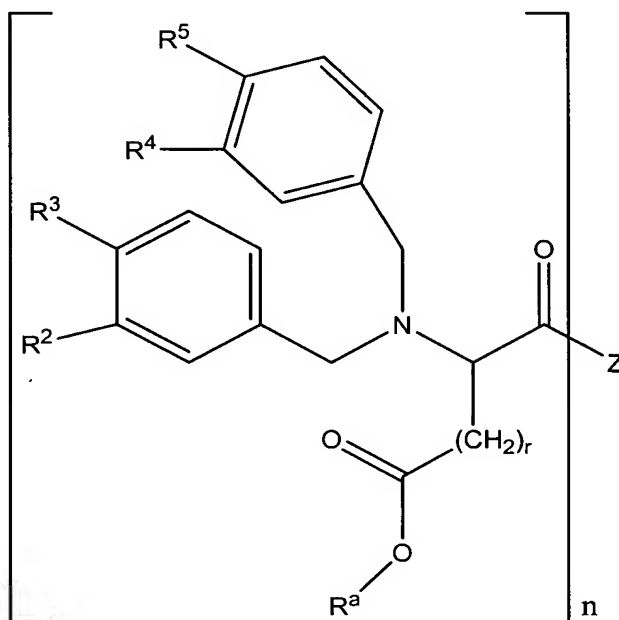
W is CH=CH or S; and

R⁹ is H, C₁₋₅alkyl, or phenylC₁₋₅alkyl.

32. (New) A pharmaceutical composition comprising the compound of claim 31.
33. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 31.
34. (New) The composition of claim 33 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
35. (New) The composition of claim 34 wherein said carrier is ethanol, glycerol, or water.
36. (New) The composition of claim 33 further comprising binders, lubricants, disintegrating agents, or coloring agents.
37. (New) The composition of claim 36 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.

38. (New) The composition of claim 36 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
39. (New) The composition of claim 36 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
40. (New) The composition of claim 33 contained in a topical administration.
41. (New) The composition of claim 40 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
42. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claims 31 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
43. (New) The composition of claim 42 wherein said carrier is ethanol, glycerol, or water.
44. (New) The composition of claim 42 further comprising binders, lubricants, disintegrating agents, or coloring agents.
45. (New) The composition of claim 44 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
46. (New) The composition of claim 44 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.

47. (New) The composition of claim 44 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
48. (New) A compound of the formula:



wherein

R^a is H or *t*-bu;

when $r=0$ and $n=1$, then

Z is OH or *t*-Bu-O;

R^2 and R^4 are independently selected from the group consisting of nitro, phenoxy, phenylC₁₋₅alkoxy, and substituted amino (where the substituents are selected from one or more members of the group consisting of C₁₋₅alkyl, halosubstitutedC₁₋₅alkyl, C₁₋₅alkenyl, phenyl, phenylC₁₋₅alkyl, C₁₋₅alkylcarbonyl, halosubstituted C₁₋₅alkylcarbonyl, carboxyC₁₋₅alkyl, C₁₋₅alkoxyC₁₋₅alkyl, cinnamoyl, naphthylcarbonyl, furylcarbonyl,

pyridylcarbonyl, C₁₋₅alkylsulfonyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, phenylC₁₋₅alkylsulfonyl substituted phenylcarbonyl, substituted phenylC₁₋₅alkylcarbonyl, substituted phenylsulfonyl, substituted phenylC₁₋₅alkylsulfonyl, substituted phenyl, and substituted phenylC₁₋₅alkyl[where the aromatic phenyl, phenylC₁₋₅alkyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, and phenylC₁₋₅alkylsulfonyl substituents are independently selected from one to five members of the group consisting of C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halogen, trifluoromethyl, nitro, cyano, and amino)]; and

R³ and R⁵ are H;

when r=1 or 2 and n=2, then

Z is NH(CH₂)₃O(CH₂)₄O(CH₂)₃NH, NH(CH₂)₃O(CH₂CH₂O)₂(CH₂)₃NH, or NH(CH₂)₂O(CH₂)O(CH₂)₂NH

R² is H or substituted amino (where the substituents are selected from one or more members of the group consisting of C₁₋₅alkyl, halosubstitutedC₁₋₅alkyl, C₁₋₅alkenyl, C₁₋₅alkenyl, phenyl, phenylC₁₋₅alkyl, C₁₋₅alkylcarbonyl, halosubstituted, C₁₋₅alkylcarbonyl, carboxyC₁₋₅alkyl, C₁₋₅alkoxyC₁₋₅alkyl, cinnamoyl, naphthylcarbonyl, furylcarbonyl, pyridylcarbonyl, C₁₋₅alkylsulfonyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, phenylC₁₋₅alkylsulfonyl substituted phenylcarbonyl, substituted phenylC₁₋₅alkylcarbonyl, substituted phenylsulfonyl, substituted phenylC₁₋₅alkylsulfonyl, substituted phenyl, and substituted phenylC₁₋₅alkyl[where the aromatic phenyl, phenylC₁₋₅alkyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, and phenylC₁₋₅alkylsulfonyl substituents are independently selected from one to five members

of the group consisting of C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halogen,

trifluoromethyl, nitro, cyano, and amino]);

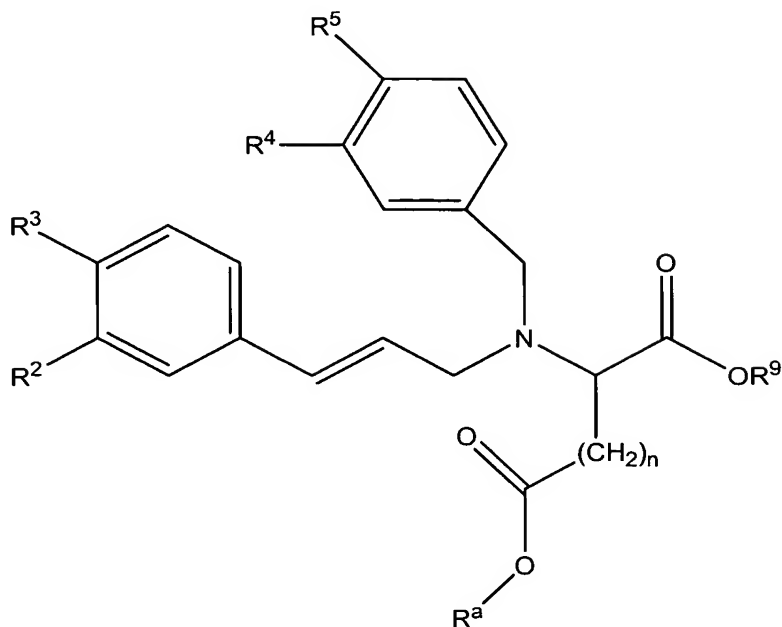
R⁴ is H or phenoxy; and

R³ and R⁵ are independently H or BnO.

49. (New) A pharmaceutical composition comprising the compound of claim 48.
50. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 49.
51. (New) The composition of claim 50 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
52. (New) The composition of claim 51 wherein said carrier is ethanol, glycerol, or water.
53. (New) The composition of claim 50 further comprising binders, lubricants, disintegrating agents, or coloring agents.
54. (New) The composition of claim 53 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
55. (New) The composition of claim 53 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
56. (New) The composition of claim 53 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
57. (New) The composition of claim 50 contained in a topical administration.
58. (New) The composition of claim 57 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe

vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.

59. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 48 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
60. (New) The composition of claim 59 wherein said carrier is ethanol, glycerol, or water.
61. (New) The composition of claim 59 further comprising binders, lubricants, disintegrating agents, or coloring agents.
62. (New) The composition of claim 61 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
63. (New) The composition of claim 61 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
64. (New) The composition of claim 61 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
65. (New) A compound of the formula:



wherein

R^a and R^9 are independently H or *t*-Bu;

R^2 and R^4 are independently H or phenoxy;

R^3 and R^5 are independently selected from the group consisting of H, BnO, and

substituted amino (where the substituents are selected from one or more members of

the group consisting of C₁₋₅alkyl, halosubstitutedC₁₋₅alkyl, C₁₋₅alkenyl, C₁₋₅alkenyl,

phenyl, phenylC₁₋₅alkyl, C₁₋₅alkylcarbonyl, halosubstitutedC₁₋₅alkylcarbonyl,

carboxyC₁₋₅alkyl, C₁₋₅alkoxyC₁₋₅alkyl, cinnamoyl,

naphthylcarbonyl, furylcarbonyl, pyridylcarbonyl, C₁₋₅alkylsulfonyl,

phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, phenylC₁₋₅alkylsulfonyl

substituted phenylcarbonyl, substituted phenylC₁₋₅alkylcarbonyl,

substituted phenylsulfonyl, substituted phenylC₁₋₅alkylsulfonyl,

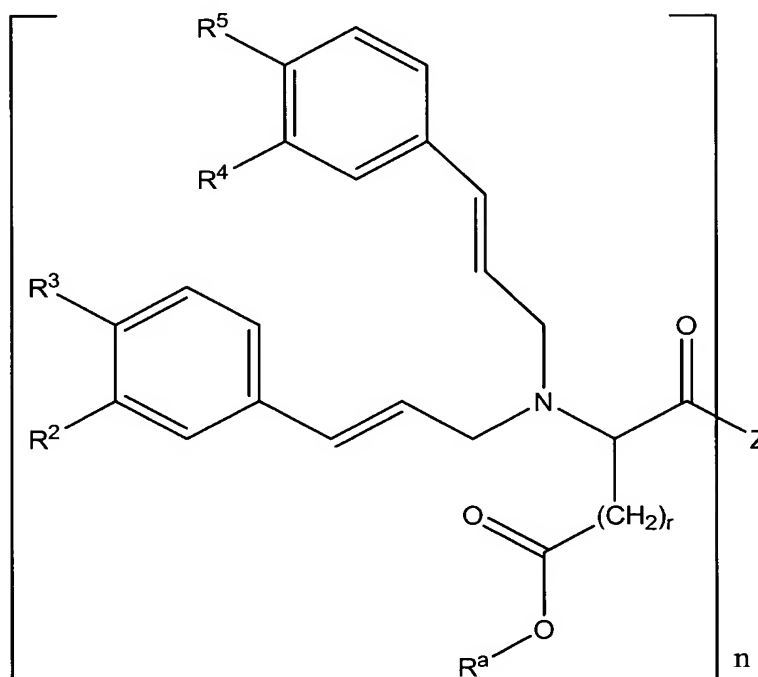
substituted phenyl, and substituted phenylC₁₋₅alkyl, [where the

aromatic phenyl, phenylC₁₋₅alkyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl,

phenylsulfonyl, and phenylC₁₋₅alkylsulfonyl substituents are independently selected from one to five members of the group consisting of C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halogen, trifluoromethyl, nitro, cyano, and amino]; and

n is 1 or 2.

66. (New) A compound of the formula:



wherein

R^a is independently H or C₁₋₅alkyl;

r is 1 or 2;

R² and R⁴ are independently H, phenoxy, substituted phenoxy (where the substituents are selected from C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino), 2,3-benzo, or 3,4 benzo;

when n is 1, then

Z is OH or C₁₋₅alkoxy;

R^3 and R^5 are independently H or phenyl;

when n is 2, then

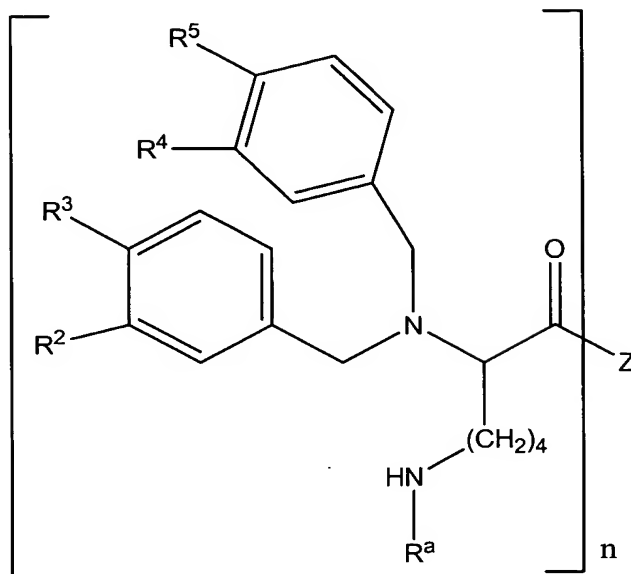
Z is $\text{NH}(\text{CH}_2)_2\text{O}(\text{CH}_2)_2\text{O}(\text{CH}_2)_2\text{NH}$, $\text{NH}(\text{CH}_2)_3\text{O}(\text{CH}_2)_4\text{O}(\text{CH}_2)_3\text{NH}$,

$\text{NH}(\text{CH}_2)_3\text{O}(\text{CH}_2\text{CH}_2\text{O})_2(\text{CH}_2)_3\text{NH}$, $\text{NH}(\text{CH}_2)_{10}\text{NH}$, or $\text{NH}(\text{CH}_2)_{12}\text{NH}$; and

R^3 and R^5 are H.

67. (New) A pharmaceutical composition comprising the compound of claim 66.
68. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 66.
69. (New) The composition of claim 68 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
70. (New) The composition of claim 69 wherein said carrier is ethanol, glycerol, or water.
71. (New) The composition of claim 68 further comprising binders, lubricants, disintegrating agents, or coloring agents.
72. (New) The composition of claim 71 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
73. (New) The composition of claim 71 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
74. (New) The composition of claim 71 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
75. (New) The composition of claim 72 contained in a topical administration.

76. (New) The composition of claim 75 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
77. (New) An oral composition comprising an EPO receptor modulating compound comprising a compound as in one of claims 66 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
78. (New) The composition of claim 77 wherein said carrier is ethanol, glycerol, or water.
79. (New) The composition of claim 77 further comprising binders, lubricants, disintegrating agents, or coloring agents.
80. (New) The composition of claim 79 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
81. (New) The composition of claim 79 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
82. (New) The composition of claim 79 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
83. (New) A compound of the formula:



wherein:

R^a is H, Boc, or succinyl;

when $n=1$, then

R^2 and R^4 are independently selected from the group consisting of hydrogen, BnO, nitro, amino, substituted amino (where the substituents are selected from one or more members of the group consisting of C_{1-5} alkyl, halosubstituted C_{1-5} alkyl, C_{1-5} alkenyl, C_{1-5} alkenyl, phenyl, phenyl C_{1-5} alkyl, C_{1-5} alkylcarbonyl, halosubstituted C_{1-5} alkylcarbonyl, carboxy C_{1-5} alkyl, C_{1-5} alkoxy C_{1-5} alkyl, cinnamoyl, naphthylcarbonyl, furylcarbonyl, pyridylcarbonyl, C_{1-5} alkylsulfonyl, phenylcarbonyl, phenyl C_{1-5} alkylcarbonyl, phenylsulfonyl, phenyl C_{1-5} alkylsulfonyl, substituted phenylcarbonyl, substituted phenyl C_{1-5} alkylcarbonyl, substituted phenylsulfonyl, substituted phenyl C_{1-5} alkylsulfonyl, substituted phenyl, and substituted phenyl C_{1-5} alkyl, [where the aromatic phenyl, phenyl C_{1-5} alkyl, phenylcarbonyl, phenyl C_{1-5} alkylcarbonyl, phenylsulfonyl, and phenyl C_{1-5} alkylsulfonyl substituents are independently selected from one to five members

of the group consisting of C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halogen, trifluoromethyl, nitro, cyano, and amino]);

R³ and R⁵ are independently H or BnO; and

Z is alkoxy;

when n is 2 or 3, then

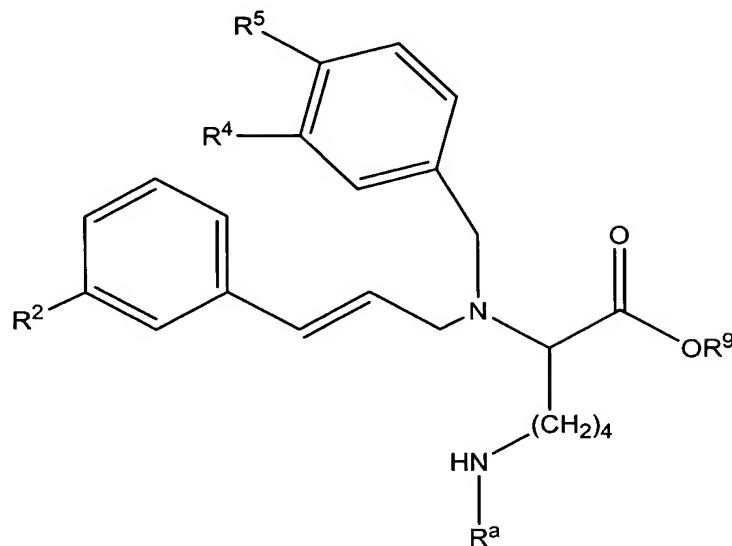
R² and R⁴ are independently phenoxy or phenylC₁₋₅alkoxy;

R³ and R⁵ are H; and

Z is NH(CH₂)₂O(CH₂)₂O(CH₂)₂NH, (NHCH₂CH₂)₃N, or NH(CH₂)₃NMe(CH₂)₃NH.

84. (New) A pharmaceutical composition comprising the compound of claim 83.
85. (New) A pharmaceutical composition comprising an active drug component and a compound as in one of claims 83.
86. (New) The composition of claim 85 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
87. (New) The composition of claim 86 wherein said carrier is ethanol, glycerol, or water.
88. (New) The composition of claim 85 further comprising binders, lubricants, disintegrating agents, or coloring agents.
89. (New) The composition of claim 88 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
90. (New) The composition of claim 88 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.

91. (New) The composition of claim 88 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
92. (New) The composition of claim 85 contained in a topical administration.
93. (New) The composition of claim 92 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
94. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 83 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
95. (New) The composition of claim 94 wherein said carrier is ethanol, glycerol, or water.
96. (New) The composition of claim 94 further comprising binders, lubricants, disintegrating agents, or coloring agents.
97. (New) The composition of claim 96 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
98. (New) The composition of claim 96 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
99. (New) The composition of claim 96 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
100. (New) A compound of the formula:



wherein:

R^a is H, Boc, or succinyl;

R² is selected from the group consisting of phenoxy, substituted phenoxy (where the substituents are selected from C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino), and

substituted amino (where the substituents are selected from one or more members of the group consisting of C₁₋₅alkyl, halosubstitutedC₁₋₅alkyl, C₁₋₅alkenyl, C₁₋₅alkenyl, phenyl, phenylC₁₋₅alkyl, C₁₋₅alkylcarbonyl, halosubstitutedC₁₋₅alkylcarbonyl, carboxyC₁₋₅alkyl, C₁₋₅alkoxyC₁₋₅alkyl, cinnamoyl, naphthylcarbonyl, furylcarbonyl, pyridylcarbonyl, C₁₋₅alkylsulfonyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, phenylC₁₋₅alkylsulfonyl substituted phenylcarbonyl, substituted phenylC₁₋₅alkylcarbonyl, substituted phenylsulfonyl, substituted phenylC₁₋₅alkylsulfonyl, substituted phenyl, and substituted phenylC₁₋₅alkyl, [where the aromatic phenyl, phenylC₁₋₅alkyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, and phenylC₁₋₅alkylsulfonyl substituents are

independently selected from one to five members of the group consisting of C₁-

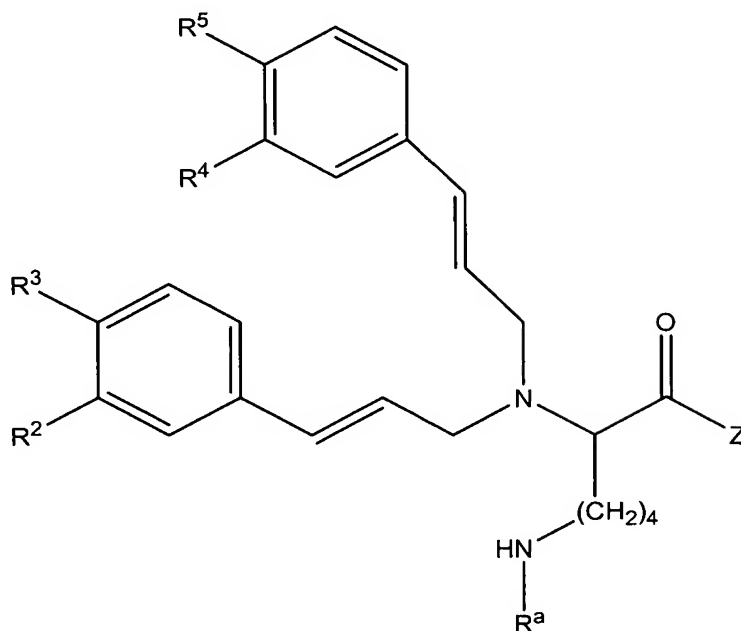
salkyl, C₁₋₅alkoxy, hydroxy, halogen, trifluoromethyl, nitro, cyano, and amino)];

R⁴ and R⁵ are independently H, methoxy, phenoxy, BnO, halo, or 2,3-benzo; and

R⁹ is H or methyl.

101. (New) A pharmaceutical composition comprising the compound of claim 100.
102. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 100.
103. (New) The composition of claim 102 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
104. (New) The composition of claim 103 wherein said carrier is ethanol, glycerol, or water.
105. (New) The composition of claim 102 further comprising binders, lubricants, disintegrating agents, or coloring agents.
106. (New) The composition of claim 105 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
107. (New) The composition of claim 105 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
108. (New) The composition of claim 105 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
109. (New) The composition of claim 102 contained in a topical administration.

110. (New) The composition of claim 109 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
111. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 100 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
112. (New) The composition of claim 111 wherein said carrier is ethanol, glycerol, or water.
113. (New) The composition of claim 111 further comprising binders, lubricants, disintegrating agents, or coloring agents.
114. (New) The composition of claim 113 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
115. (New) The composition of claim 113 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
116. (New) The composition of claim 113 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
117. (New) A compound of the formula:



wherein:

R^a is H or the side chain of a natural or unnatural α -amino acid, where if said side chain contains a protectable group, that group may be protected with a member of the group consisting of succinyl, glutaryl, 3,3-dimethylglutaryl, C_{1-5} alkyl, C_{1-5} alkoxycarbonyl, acetyl, N-(9-fluorenylmethoxycarbonyl), trifluoroacetyl, omega-carboxy C_{1-5} alkylcarbonyl, *t*-butoxycarbonyl, benzyl, benzyloxycarbonyl, 2-chlorobenzyloxycarbonyl, phenylsulfonyl, ureido, *t*-butyl, cinnamoyl, trityl, 4-methyltrityl, 1-(4,4-dimethyl-2,6-dioxocyclohexylidene)ethyl, tosyl, 4-methoxy-2,3,6-trimethylbenzenesulfonyl, phenylureido, and substituted phenylureido(where the phenyl substituents are phenoxy, halo, C_{1-5} alkoxycarbonyl);

R^2 and R^4 are independently selected from the group consisting of H, nitro, amino, phenoxy,

substituted phenoxy (where the substituents are selected from C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino),

substituted amino (where the substituents are selected from one or more members of the group consisting of C₁₋₅alkyl, halosubstitutedC₁₋₅alkyl, C₁₋₅alkenyl, C₁₋₅alkenyl, phenyl, phenylC₁₋₅alkyl, C₁₋₅alkylcarbonyl, halosubstitutedC₁₋₅alkylcarbonyl, carboxyC₁₋₅alkyl, C₁₋₅alkoxyC₁₋₅alkyl, cinnamoyl, naphthylcarbonyl, furylcarbonyl, pyridylcarbonyl, C₁₋₅alkylsulfonyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, phenylC₁₋₅alkylsulfonyl substituted phenylcarbonyl, substituted phenylC₁₋₅alkylcarbonyl, substituted phenylsulfonyl, substituted phenylC₁₋₅alkylsulfonyl, substituted phenyl, and substituted phenylC₁₋₅alkyl, [where the aromatic phenyl, phenylC₁₋₅alkyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, and phenylC₁₋₅alkylsulfonyl substituents are independently selected from one to five members of the group consisting of C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halogen, trifluoromethyl, nitro, cyano, and amino]);

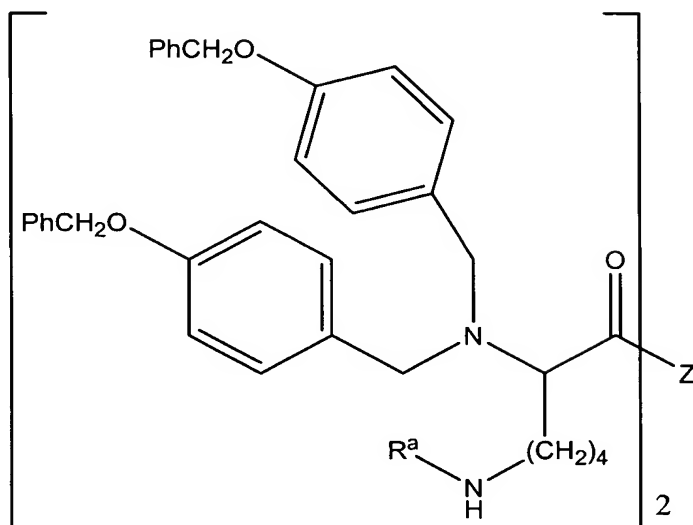
R³ and R⁵ are independently H, phenyl, C₁₋₅alkoxy, 3,4 benzo, or nitro; and

Z is H, C₁₋₅alkoxy, substituted phenyl (where the substituents are selected from C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino), or substituted amino (where the substituents are selected from one or more members of the group consisting of C₁₋₅alkyl, halosubstitutedC₁₋₅alkyl, C₁₋₅alkenyl, C₁₋₅alkenyl, phenyl, phenylC₁₋₅alkyl, C₁₋₅alkylcarbonyl, halosubstitutedC₁₋₅alkylcarbonyl, carboxyC₁₋₅alkyl, C₁₋₅alkoxyC₁₋₅alkyl, cinnamoyl, naphthylcarbonyl, furylcarbonyl, pyridylcarbonyl, C₁₋₅alkylsulfonyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, phenylC₁₋₅alkylsulfonyl substituted phenylcarbonyl, substituted phenylC₁₋₅alkylcarbonyl, substituted phenylsulfonyl,

substituted phenylC₁₋₅alkylsulfonyl, substituted phenyl, and substituted phenylC₁₋₅alkyl, [where the aromatic phenyl, phenylC₁₋₅alkyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, and phenylC₁₋₅alkylsulfonyl substituents are independently selected from one to five members of the group consisting of C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halogen, trifluoromethyl, nitro, cyano, and amino]].

118. (New) A pharmaceutical composition comprising the compound of claim 117.
119. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 117.
120. (New) The composition of claim 119 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
121. (New) The composition of claim 120 wherein said carrier is ethanol, glycerol, or water.
122. (New) The composition of claim 119 further comprising binders, lubricants, disintegrating agents, or coloring agents.
123. (New) The composition of claim 122 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
124. (New) The composition of claim 122 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
125. (New) The composition of claim 122 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
126. (New) The composition of claim 119 contained in a topical administration.

127. (New) The composition of claim 126 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
128. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 117 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
129. (New) The composition of claim 128 wherein said carrier is ethanol, glycerol, or water.
130. (New) The composition of claim 128 further comprising binders, lubricants, disintegrating agents, or coloring agents.
131. (New) The composition of claim 130 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
132. (New) The composition of claim 130 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
133. (New) The composition of claim 130 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
134. (New) A compound of the formula:



wherein:

R^a is H, boc, succinyl, glutaryl, or 3,3-dimethylglutaryl; and

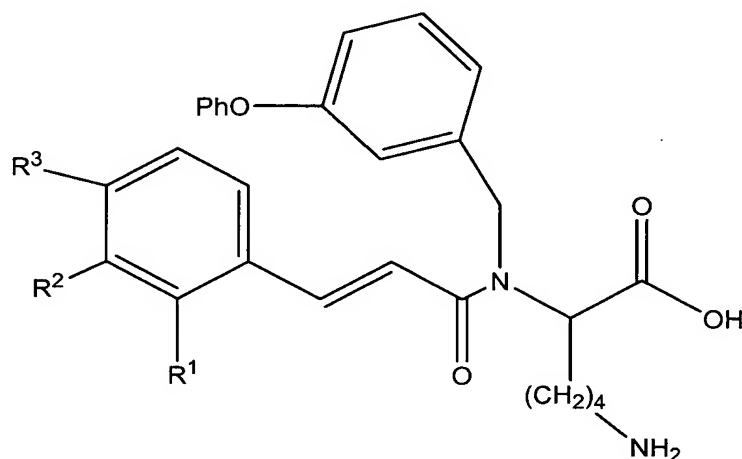
Z is $\text{NH}(\text{CH}_2)_3\text{O}(\text{CH}_2\text{CH}_2\text{O})_2(\text{CH}_2)_3\text{NH}$, $\text{NH}(\text{CH}_2)_3\text{O}(\text{CH}_2)_4\text{O}(\text{CH}_2)_3\text{NH}$,

$\text{NH}(\text{CH}_2)_{12}\text{NH}$, or $\text{NH}(\text{CH}_2)_2\text{O}(\text{CH}_2)_2\text{O}(\text{CH}_2)_2\text{NH}$.

135. (New) A pharmaceutical composition comprising the compound of claim 134.
136. (New) A pharmaceutical composition comprising an active drug component and the compound of claims 134.
137. (New) The composition of claim 136 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
138. (New) The composition of claim 137 wherein said carrier is ethanol, glycerol, or water.
139. (New) The composition of claim 136 further comprising binders, lubricants, disintegrating agents, or coloring agents.
140. (New) The composition of claim 139 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.

141. (New) The composition of claim 139 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
142. (New) The composition of claim 139 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
143. (New) The composition of claim 136 contained in a topical administration.
144. (New) The composition of claim 143 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
145. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 134 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
146. (New) The composition of claim 145 wherein said carrier is ethanol, glycerol, or water.
147. (New) The composition of claim 146 further comprising binders, lubricants, disintegrating agents, or coloring agents.
148. (New) The composition of claim 147 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
149. (New) The composition of claim 147 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.

150. (New) The composition of claim 147 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
151. (New) A compound of the formula:

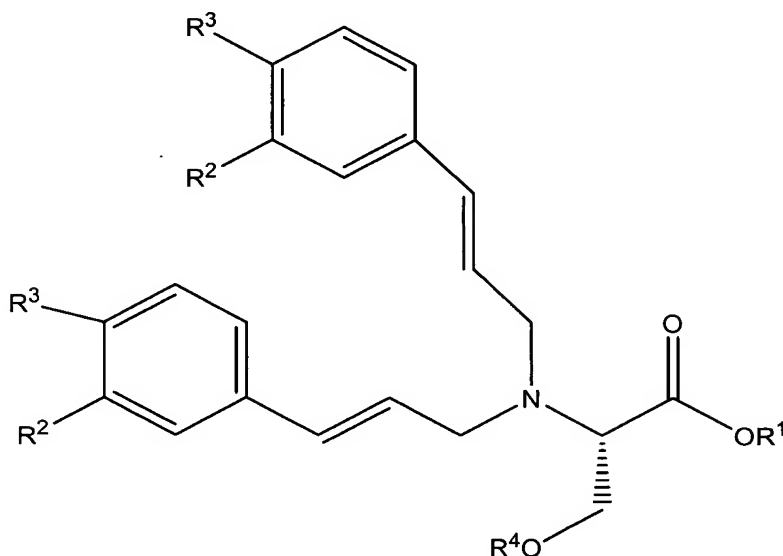


wherein:

- R^1 is H or C_{1-5} alkyl;
- R^2 is H, BnO , or substituted phenoxy (where the substituents are selected from C_{1-5} alkyl, C_{1-5} alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino); and
- R^3 is H or phenoxy.
152. (New) A pharmaceutical composition comprising the compound of claim 151.
153. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 151.
154. (New) The composition of claim 153 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
155. (New) The composition of claim 154 wherein said carrier is ethanol, glycerol, or water.

156. (New) The composition of claim 153 further comprising binders, lubricants, disintegrating agents, or coloring agents.
157. (New) The composition of claim 156 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
158. (New) The composition of claim 156 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
159. (New) The composition of claim 156 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
160. (New) The composition of claim 153 contained in a topical administration.
161. (New) The composition of claim 160 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
162. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 151 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
163. (New) The composition of claim 162 wherein said carrier is ethanol, glycerol, or water.
164. (New) The composition of claim 162 further comprising binders, lubricants, disintegrating agents, or coloring agents.

165. (New) The composition of claim 164 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
166. (New) The composition of claim 164 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
167. (New) The composition of claim 164 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
168. (New) A compound of the formula:



wherein:

R¹ is H or methyl;

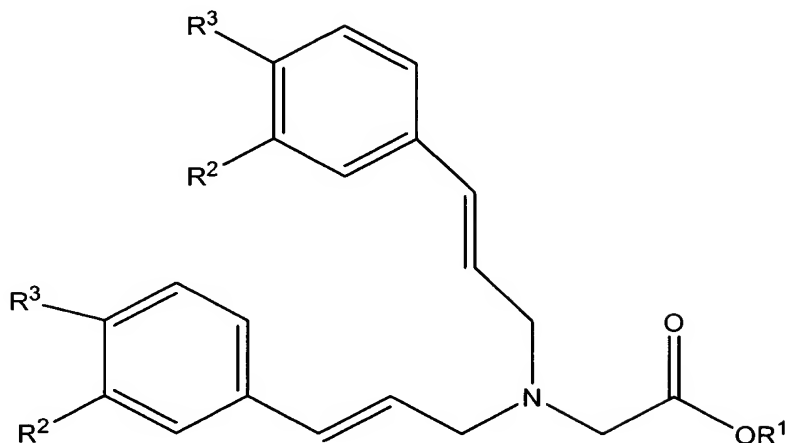
R² is H, phenoxy, or substituted phenyl (where the substituents are selected from C₁-₅alkyl, C₁-₅alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino);

R³ is H or phenyl; and

R⁴ is H, or *t*-Bu.

169. (New) A pharmaceutical composition comprising the compound of claim 168.
170. (New) A pharmaceutical composition comprising an active drug component and a compound of claim 168.
171. (New) The composition of claim 170 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
172. (New) The composition of claim 171 wherein said carrier is ethanol, glycerol, or water.
173. (New) The composition of claim 170 further comprising binders, lubricants, disintegrating agents, or coloring agents.
174. (New) The composition of claim 173 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
175. (New) The composition of claim 173 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
176. (New) The composition of claim 173 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
177. (New) The composition of claim 170 contained in a topical administration.
178. (New) The composition of claim 177 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.

179. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 168 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
180. (New) The composition of claim 179 wherein said carrier is ethanol, glycerol, or water.
181. (New) The composition of claim 179 further comprising binders, lubricants, disintegrating agents, or coloring agents.
182. (New) The composition of claim 181 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
183. (New) The composition of claim 181 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
184. (New) The composition of claim 181 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
185. (New) A compound of the formula:



wherein:

R¹ is H or *t*-Bu;

R² is phenoxy; and

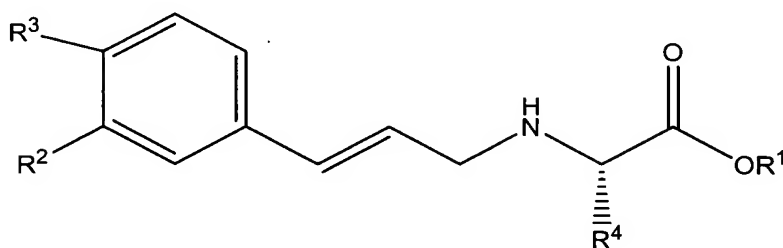
R³ is H.

186. (New) A pharmaceutical composition comprising the compound of claim 185.
187. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 185.
188. (New) The composition of claim 187 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
189. (New) The composition of claim 188 wherein said carrier is ethanol, glycerol, or water.
190. (New) The composition of claim 187 further comprising binders, lubricants, disintegrating agents, or coloring agents.
191. (New) The composition of claim 190 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.

192. (New) The composition of claim 190 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
193. (New) The composition of claim 190 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
194. (New) The composition of claim 187 contained in a topical administration.
195. (New) The composition of claim 194 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
196. (New) An oral composition comprising an EPO receptor modulating compound comprising a compound as in one of claims 187 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
197. (New) The composition of claim 196 wherein said carrier is ethanol, glycerol, or water.
198. (New) The composition of claim 196 further comprising binders, lubricants, disintegrating agents, or coloring agents.
199. (New) The composition of claim 196 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
200. (New) The composition of claim 198 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.

201. (New) The composition of claim 198 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.

202. (New) A compound of the formula:



wherein:

R¹ is H or methyl;

R² is H, phenoxy, substituted phenyl (where the substituents are selected from C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino), or CO₂Me;

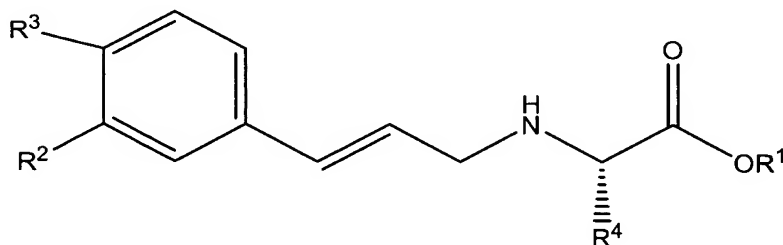
R³ is H, trifluoromethyl, nitro, C₁₋₅alkoxy, carboxyl, or 2,3-benzo; and

R⁴ is substituted amino (where the substituents are selected from one or more members of the group consisting of C₁₋₅alkyl, halosubstitutedC₁₋₅alkyl, C₁₋₅alkenyl, C₁₋₅alkenyl, phenyl, phenylC₁₋₅alkyl, C₁₋₅alkylcarbonyl, halosubstitutedC₁₋₅alkylcarbonyl, carboxyC₁₋₅alkyl, C₁₋₅alkoxyC₁₋₅alkyl, cinnamoyl, naphthylcarbonyl, furylcarbonyl, pyridylcarbonyl, C₁₋₅alkylsulfonyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, phenylC₁₋₅alkylsulfonyl, substituted phenylcarbonyl, substituted phenylC₁₋₅alkylcarbonyl, substituted phenylsulfonyl, substituted phenylC₁₋₅alkylsulfonyl, substituted phenyl, and substituted phenylC₁₋₅alkyl, [where the aromatic phenyl, phenylC₁₋₅alkyl, phenylcarbonyl, phenylC₁₋₅alkylcarbonyl, phenylsulfonyl, and phenylC₁₋₅alkylsulfonyl

alkylsulfonyl substituents are independently selected from one to five members of the group consisting of C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halogen, trifluoromethyl, nitro, cyano, and amino)).

203. (New) A pharmaceutical composition comprising the compound of claims 202.
204. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 202.
205. (New) The composition of claim 204 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
206. (New) The composition of claim 205 wherein said carrier is ethanol, glycerol, or water.
207. (New) The composition of claim 204 further comprising binders, lubricants, disintegrating agents, or coloring agents.
208. (New) The composition of claim 207 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
209. (New) The composition of claim 207 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
210. (New) The composition of claim 207 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
211. (New) The composition of claim 204 contained in a topical administration.
212. (New) The composition of claim 211 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe

- vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
213. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 202 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
214. (New) The composition of claim 213 wherein said carrier is ethanol, glycerol, or water.
215. (New) The composition of claim 213 further comprising binders, lubricants, disintegrating agents, or coloring agents.
216. (New) The composition of claim 215 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
217. (New) The composition of claim 215 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
218. (New) The composition of claim 215 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
219. (New) A compound of the formula:



wherein:

R¹ is H or C₁₋₅alkyl;

R² is H, phenoxy, benzyl, substituted phenoxy (where the substituents are selected from C₁₋₅alkyl, C₁₋₅alkoxy, hydroxy, halo, trifluoromethyl, nitro, cyano, and amino), or CO₂Me;

R³ is H, phenyl, trifluoromethyl; and

R⁴ is the side chain of a natural or unnatural α -amino acid, where if said side chain contains a protectable group, that group may be protected with a member of the group consisting of succinyl, glutaryl, 3,3-dimethylglutaryl, C₁₋₅alkyl, C₁₋₅alkoxycarbonyl, acetyl, N-(9-fluorenylmethoxycarbonyl), trifluoroacetyl, omega-carboxyC₁₋₅alkylcarbonyl, *t*-butoxycarbonyl, benzyl, benzyloxycarbonyl, 2-chlorobenzyloxycarbonyl, phenylsulfonyl, ureido, *t*-butyl, cinnamoyl, trityl, 4-methyltrityl, 1-(4,4-dimethyl-2,6-dioxocyclohexylidene)ethyl, tosyl, 4-methoxy-2,3,6-trimethylbenzenesulfonyl, phenylureido, and substituted phenylureido(where the phenyl substituents are phenoxy, halo, C₁₋₅alkoxycarbonyl).

220. (New) A pharmaceutical composition comprising the compound of claim 219.
221. (New) A pharmaceutical composition comprising an active drug component and the compound of claim 219.
222. (New) The composition of claim 221 wherein said active drug component is combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
223. (New) The composition of claim 222 wherein said carrier is ethanol, glycerol, or water.
224. (New) The composition of claim 221 further comprising binders, lubricants, disintegrating agents, or coloring agents.

225. (New) The composition of claim 224 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.
226. (New) The composition of claim 224 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
227. (New) The composition of claim 224 wherein said disintegrating agents are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.
228. (New) The composition of claim 221 contained in a topical administration.
229. (New) The composition of claim 228 wherein said active drug component can be admixed with carrier materials selected from the group consisting of alcohols, aloe vera gel, allantoin, glycerine, vitamin A and E oils, mineral oil, PPG2 myristyl propionate.
230. (New) An oral composition comprising an EPO receptor modulating compound comprising the compound of claim 219 having an active drug component being combined with an oral, non-toxic pharmaceutically acceptable inert carrier.
231. (New) The composition of claim 230 wherein said carrier is ethanol, glycerol, or water.
232. (New) The composition of claim 230 further comprising binders, lubricants, disintegrating agents, or coloring agents.
233. (New) The composition of claim 232 wherein said binders are selected from the group consisting of starch, gelatin, natural sugars, corn sweeteners, natural and synthetic gums carboxymethylcellulose, polyethylene glycol, and waxes.

234. (New) The composition of claim 232 wherein said lubricants are selected from the group consisting of sodium oleate, sodium stearate, magnesium stearate, sodium benzoate, sodium acetate, and sodium chloride.
235. (New) The composition of claim 232 wherein said disintegrating agents ors are selected from the group consisting of starch, methyl cellulose, agar, bentonite, and xanthan gum.